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QA

BEFORE THE
DEPARTMENT OF TRANSPORTATION
WASHINGTON, D.C.

DEPT. OF TRANSPORTATION
DOCKET SECTION

Joint Application of

UNITED AIR LINES, INC. and

AIR CANADA

under 49 U.S.C. §§ 41308 and 41309 for approval of and
antitrust immunity for an expanded alliance agreement

96 JUL 15 PM 4: 02

Docket OST-96-1434 - 8

AFFIDAVIT

City of Washington)

) ss:

District of Columbia)

SHERYL R. ISRAEL, being duly sworn, deposes and says:

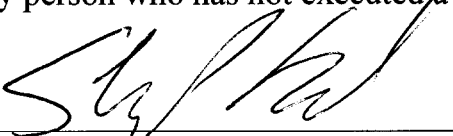
1. I am Counsel with the law firm of Shaw, Pittman, Potts & Trowbridge, which is representing Delta Air Lines, Inc. in connection with the above-captioned proceeding.

2. Delta Air Lines, Inc. has a direct and substantial interest in the matters at issue in the proceeding.

3. I hereby state that I have a need to examine certain information made available by parties in this proceeding which are or may be deemed to be confidential.

4. I promise to use the confidential information filed in this proceeding only for the purposes of participating in this proceeding and for no other purpose.

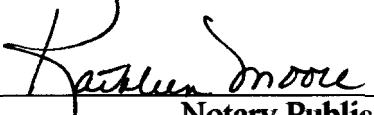
5. I promise not to disclose the confidential information filed in this proceeding to any person outside this proceeding or to any person who has not executed a confidentiality affidavit.



SHERYL R. ISRAEL

NOTARIZATION

Subscribed and sworn to before me this 25th day of June, 1996.



Notary Public

My commission expires:

My Commission Expires September 30, 2000

4 pgs.

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Docket OST-96-1434

AFFIDAVIT

City of Washington

District of Columbia

SS:

ROBERT E. COHN, being duly sworn, deposes and says:

1. I am a Partner with the law firm of Shaw, Pittman, Potts & Trowbridge, which is representing Delta Air Lines, Inc. in connection with the above-captioned proceeding.

2. Delta Air Lines, Inc. has a direct and substantial interest in the matters at issue in the proceeding.

3. I hereby state that I have a need to examine certain information made available by parties in this proceeding which are or may be deemed to be confidential.

4. I promise to use the confidential information filed in this proceeding only for the purposes of participating in this proceeding and for no other purpose.

5. I promise not to disclose the confidential information filed in this proceeding to any person outside this proceeding or to any person who has not executed a confidentiality affidavit.


ROBERT E. COHN

NOTARIZATION

Subscribed and sworn to before me this 21st day of June, 1996.


Kathleen Moore
Notary Public

My commission expires:

My Commission Expires September 30, 2000

SERVICE LIST

I hereby certify that copies of the foregoing confidentiality affidavits were served this 15th day of July, 1996, on the following parties:

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1 Kathleen Moore